

E. NON-DISCRIMINATION; CONFLICT OF INTEREST; CONFIDENTIALITY

1. EQUAL EMPLOYMENT OPPORTUNITY

Equal Employment Opportunity has been, and will continue to be, a fundamental principle at Market America, where employment is based upon personal capabilities and qualifications without discrimination because of race, color, religion, sex, age, national origin, genetic information, disability, pregnancy or any other protected characteristic as established by law.

This policy of Equal Employment Opportunity applies to all policies and procedures relating to recruitment and hiring, compensation, benefits, dismissal and all other terms and conditions of employment.

The Human Resources Department has overall responsibility for this policy and maintains reporting and monitoring procedures. Employees' questions or concerns should be referred to the Human Resources Department.

Appropriate disciplinary action will be taken against any employee violating this policy.

2. NON-DISCRIMINATION AND ANTI-HARASSMENT

a. General Policy

Each individual has the right to work in a professional atmosphere that promotes equal employment opportunities and prohibits discriminatory practices, including harassment. Therefore, Market America expects that all relationships among persons in the workplace will be business-like and free of bias, prejudice and harassment.

b. Definitions of Harassment

- 1) Sexual harassment constitutes discrimination and is illegal under federal, state and local laws. For the purposes of this policy, sexual harassment is defined, as in the Equal Employment Opportunity Commission Guidelines, as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when, for example: (i) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment; ii) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or (iii) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Sexual harassment may include a range of subtle and not so subtle behaviors and may involve individuals of the same or different gender. Depending on the circumstances, these behaviors may include, but are not limited to: unwanted sexual advances or requests for sexual favors; sexual jokes and innuendo; verbal abuse of a sexual nature; commentary about an individual's body, sexual prowess or sexual deficiencies; leering, catcalls or touching; insulting or obscene comments or gestures; display or circulation in the workplace of sexually suggestive objects or pictures (including through any electronic form); and other physical, verbal or visual conduct of a sexual

nature. Sex-based harassment not involving sexual activity or language (e.g., male manager yells only at female employees and not males) may also constitute discrimination if it is severe or pervasive and directed at employees because of their sex.

- 2) Harassment on the basis of any other protected characteristic is also strictly prohibited. Under this policy, harassment is verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of his/her race, color, religion, national origin, age, genetic information, disability, pregnancy or any other characteristic protected by law and that: (i) has the purpose or effect of creating an intimidating, hostile or offensive work environment; (ii) has the purpose or effect of unreasonably interfering with an individual's work performance; or (iii) otherwise adversely affects an individual's employment opportunities.

Harassing conduct includes, but is not limited to: epithets, slurs or negative stereotyping; threatening, intimidating or hostile acts; denigrating jokes and display or circulation in the workplace of written or graphic material that denigrates or shows hostility or aversion toward an individual or group (including through e-mail).

c. Individuals and Conduct Covered

These policies apply to all applicants and employees, and prohibit harassment, discrimination and retaliation whether engaged in by fellow employees, by a manager or by someone not directly connected to Market America (e.g., an outside vendor, consultant or customer).

Conduct prohibited by these policies is unacceptable in the workplace and in any work-related setting outside the workplace, such as during business trips, business meetings, business events, and business-related social events.

d. Retaliation Is Prohibited

Market America prohibits retaliation against any individual who reports discrimination or harassment or participates in an investigation of such reports. Retaliation against an individual for reporting harassment or discrimination or for participating in an investigation of a claim of harassment or discrimination is a serious violation of this policy and, like harassment or discrimination itself, will be subject to disciplinary action.

e. Complaint Procedure

1) Reporting an Incident of Harassment, Discrimination or Retaliation

Market America strongly urges the reporting of all incidents of discrimination, harassment or retaliation, regardless of the offender's identity or position. Individuals who have experienced conduct that they believe is contrary to Market America's policy or who have concerns about such matters should file their complaints with their manager, the Director of Human Resources, or any attorney in the Legal Department before the conduct becomes severe or pervasive. Individuals should not feel obligated to file their complaints with their manager first before bringing the matter to the attention of one of the other Market America designated representatives identified above.

IMPORTANT NOTICE TO ALL EMPLOYEES:

Employees who have experienced conduct they believe is contrary to this policy have an obligation to take advantage of this complaint procedure. An employee's failure to fulfill this obligation could affect his or her rights in pursuing legal action. Also, please note, federal, state and local discrimination laws establish specific time frames for initiating a legal proceeding pursuant to those laws.

Early reporting and intervention have proven to be the most effective method of resolving actual or perceived incidents of harassment. Therefore Market America strongly urges the prompt reporting of complaints or concerns so that rapid and constructive action can be taken. Market America will make every effort to stop alleged harassment before it becomes severe or pervasive, but can only do so with the cooperation of its employees.

The availability of this complaint procedure does not preclude individuals who believe they are being subjected to harassing conduct from promptly advising the offender that his or her behavior is unwelcome and requesting that it be discontinued.

2) The Investigation

Any reported allegations of harassment, discrimination or retaliation will be investigated promptly, thoroughly and impartially. The investigation may include individual interviews with the parties involved and, where necessary, with individuals who may have observed the alleged conduct or may have other relevant knowledge.

Confidentiality will be maintained throughout the investigatory process to the extent consistent with adequate investigation and appropriate corrective action.

3) Responsive Action

Misconduct constituting harassment, discrimination or retaliation will be dealt with promptly and appropriately. Responsive action may include, for example, training, referral to counseling, monitoring of the offender and/or disciplinary action such as warning, reprimand, withholding of a promotion or pay increase, reduction of wages, demotion, reassignment, temporary suspension without pay or dismissal, as Market America believes appropriate under the circumstances.

If an employee making a complaint does not agree with its resolution, the employee may appeal to Market America's President/COO.

Individuals who have questions or concerns about these policies should talk with the Director of Human Resources.

Finally, these policies should not, and may not, be used as a basis for excluding or separating individuals of a particular gender, or any other protected characteristic, from participating in business or work-related social activities or discussions in order to avoid

allegations of harassment. The law and the policies of Market America prohibit disparate treatment on the basis of sex or any other protected characteristic, with regard to terms, conditions, privileges and perquisites of employment. The prohibitions against harassment, discrimination and retaliation are intended to complement and further these policies, not to form the basis of an exception to them.

3. AMERICANS WITH DISABILITIES ACT

Market America is committed to complying with all applicable provisions of the Americans with Disabilities Act ("ADA")., Market America will provide reasonable accommodations to a qualified individual with a disability, as defined by the ADA, who has made Market America aware of his or her disability, provided that such accommodation does not constitute an undue hardship on the Company.

Employees with a disability who believe they need a reasonable accommodation to perform the essential functions of their job, who have questions regarding this policy or believe that they have been discriminated against based on a disability should contact the Human Resources Department. Market America encourages individuals with disabilities to come forward and request reasonable accommodation. All such inquiries or complaints will be treated as confidential to the extent required by law.

a. Procedure for Requesting an Accommodation

On receipt of an accommodation request, a member of the Human Resources Department and the manager will meet with the employee to discuss and identify the precise limitations resulting from the disability and the potential accommodation that Market America might make to help overcome those limitations.

Market America will determine the feasibility of the requested accommodation considering various factors, including, but not limited to the nature and cost of the accommodation, the impact the accommodation is likely to have on the employee's ability to perform his or her job, the availability of tax credits, deductions and outside funding, Market America's overall financial resources and organization, and the accommodation's impact on the operation of the Company, including its impact on the ability of other employees to perform their duties and on Market America's ability to conduct business.

Market America will inform the employee of its decision on the accommodation request or on how to make the accommodation. The ADA allows us to provide an accommodation different than the one requested. If the accommodation request is denied, employees will be advised of their right to appeal the decision to the President/COO by submitting a written statement explaining the reasons for the request. If the request on appeal is denied, that decision is final.

The ADA does not require Market America to make the best possible accommodation, to reallocate essential job functions, or to provide personal use items (i.e., eyeglasses, hearing aids, wheelchairs etc.).

4. CONFLICT OF INTEREST AND OUTSIDE EMPLOYMENT

March 2018

E. NON-DISCRIMINATION; CONFLICT OF INTEREST; CONFIDENTIALITY

1. EQUAL EMPLOYMENT OPPORTUNITY

Equal Employment Opportunity has been, and will continue to be, a fundamental principle at Market America and its affiliates, where employment is based upon personal capabilities and qualifications without discrimination because of race, color, religion, sex, age, national origin, genetic information, disability, or any other protected characteristic as established by law.

This policy of Equal Employment Opportunity applies to all policies and procedures relating to recruitment and hiring, compensation, benefits, dismissal and all other terms and conditions of employment.

The Human Resources Department has overall responsibility for this policy and maintains reporting and monitoring procedures. Employees' questions or concerns should be referred to the Human Resources Department.

Appropriate disciplinary action may be taken against any employee violating this policy.

2. NON-DISCRIMINATION AND ANTI-HARASSMENT

a. General Policy

Market America and its affiliates are committed to a work environment in which all individuals are treated with respect and dignity. Each individual has the right to work in a professional atmosphere that promotes equal employment opportunities and prohibits discriminatory practices, including harassment. Therefore, Market America expects that all relationships among persons in the workplace will be business-like and free of bias, prejudice and harassment.

b. Equal Employment Opportunity

It is the policy of Market America to ensure equal employment opportunity without discrimination or harassment on the basis of race, color, religion, sex (with or without sexual conduct), age, national origin, genetic information, disability, pregnancy or any other characteristic protected by law. Market America prohibits and will not tolerate any such discrimination or harassment.

c. Definitions of Harassment

- 1) Sexual harassment constitutes discrimination and is illegal under federal, state and local laws. For the purposes of this policy, sexual harassment is defined, as in the Equal Employment Opportunity Commission Guidelines, as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when, for example: (i) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment; ii) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or (iii) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Sexual harassment may include a range of subtle and not so subtle behaviors and may involve individuals of the same or different gender. Depending on the circumstances, these behaviors may include, but are not limited to: unwanted sexual advances or requests for sexual favors; sexual jokes and innuendo; verbal abuse of a sexual nature; commentary about an individual's body, sexual prowess or sexual deficiencies; leering, catcalls or touching; insulting or obscene comments or gestures; display or circulation in the workplace

of sexually suggestive objects or pictures (including through any electronic form); and other physical, verbal or visual conduct of a sexual nature. Sex-based harassment not involving sexual activity or language (e.g., male manager yells only at female employees and not males) may also constitute discrimination if it is severe or pervasive and directed at employees because of their sex.

- 2) Harassment on the basis of any other protected characteristic is also strictly prohibited. Under this policy, harassment is verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of his/her race, color, religion, national origin, age, genetic information, disability, pregnancy or any other characteristic protected by law or that of his/her relatives, friends or employees, and that: (i) has the purpose or effect of creating an intimidating, hostile or offensive work environment; (ii) has the purpose or effect of unreasonably interfering with an individual's work performance; or (iii) otherwise adversely affects an individual's employment opportunities.

Harassing conduct includes, but is not limited to: epithets, slurs or negative stereotyping; threatening, intimidating or hostile acts; denigrating jokes and display or circulation in the workplace of written or graphic material that denigrates or shows hostility or aversion toward an individual or group (including through e-mail).

d. Individuals and Conduct Covered

These policies apply to all applicants and employees, and prohibit harassment, discrimination and retaliation whether engaged in by fellow employees, by a manager or by someone not directly connected to Market America (e.g., an outside vendor, consultant or customer).

Conduct prohibited by these policies is unacceptable in the workplace and in any work-related setting outside the workplace, such as during business trips, business meetings, business events, and business-related social events.

e. Retaliation Is Prohibited

Market America prohibits retaliation against any individual who reports discrimination or harassment or participates in an investigation of such reports. Retaliation against an individual for reporting harassment or discrimination or for participating in an investigation of a claim of harassment or discrimination is a serious violation of this policy and, like harassment or discrimination itself, will be subject to disciplinary action.

f. Complaint Procedure

1) Reporting an Incident of Harassment, Discrimination or Retaliation

Market America strongly urges the reporting of all incidents of discrimination, harassment or retaliation, regardless of the offender's identity or position. Individuals who have experienced conduct that they believe is contrary to Market America's policy or who have concerns about such matters should file their complaints with their manager, the Director of Human Resources or any member of the Human Resources Department, or any member of the Legal Department before the conduct becomes severe or pervasive. Individuals should not feel obligated to file their complaints with their manager first before bringing the matter to the attention of one of the other Market America designated representatives identified above.

IMPORTANT NOTICE TO ALL EMPLOYEES:

Employees who have experienced conduct they believe is contrary to this policy have an obligation to take advantage of this complaint procedure. An employee's failure to fulfill this obligation could affect his or her rights in pursuing legal action. Also, please note, federal,

state and local discrimination laws establish specific time frames for initiating a legal proceeding pursuant to those laws.

Early reporting and intervention have proven to be the most effective method of resolving actual or perceived incidents of harassment. Therefore Market America strongly urges the prompt reporting of complaints or concerns so that rapid and constructive action can be taken. Market America will make every effort to stop alleged harassment before it becomes severe or pervasive, but can only do so with the cooperation of its employees.

The availability of this complaint procedure does not preclude individuals who believe they are being subjected to harassing conduct from promptly advising the offender that his or her behavior is unwelcome and requesting that it be discontinued.

2) The Investigation

Any reported allegations of harassment, discrimination or retaliation will be investigated promptly, thoroughly and impartially. The investigation may include individual interviews with the parties involved and, where necessary, with individuals who may have observed the alleged conduct or may have other relevant knowledge.

Confidentiality will be maintained throughout the investigatory process to the extent consistent with adequate investigation and appropriate corrective action.

Involved parties shall not discuss the investigation with anyone besides those conducting the investigations.

3) Responsive Action

Misconduct constituting harassment, discrimination or retaliation will be dealt with promptly and appropriately. Responsive action may include, for example, training, referral to counseling, monitoring of the offender and/or disciplinary action such as warning, reprimand, withholding of a promotion or pay increase, reduction of wages, demotion, reassignment, temporary suspension without pay or dismissal, as Market America believes appropriate under the circumstances.

If an employee making a complaint does not agree with its resolution, the employee may appeal to Market America's Chief Operating Officer.

Individuals who have questions or concerns about these policies should talk with the Director of Human Resources or a member of the Human Resources Department.

Finally, these policies should not, and may not, be used as a basis for excluding or separating individuals of a particular gender, or any other protected characteristic, from participating in business or work-related social activities or discussions in order to avoid allegations of harassment. The law and the policies of Market America prohibit disparate treatment on the basis of sex or any other protected characteristic, with regard to terms, conditions, privileges and perquisites of employment. The prohibitions against harassment, discrimination and retaliation are intended to complement and further these policies, not to form the basis of an exception to them.

3. AMERICANS WITH DISABILITIES ACT

Market America is committed to complying with all applicable provisions of the Americans with Disabilities Act ("ADA"). It is Market America's policy not to discriminate against any qualified employee or applicant with regard to any terms or conditions of employment because of such individual's disability or perceived disability so long as the employee can perform the essential